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Proposed Attorneys for Debtor 676 Associates, Inc.

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

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In re: Chapter No. 11

676 ASSOCIATES, INC.,

Case No. 14-12986 (MG)

Debtor

----- X

**DECLARATION OF SHAHID “BOB” RASUL
PURSUANT TO LBR 1007-2**

Shahid “Bob” Rasul, hereby declares as follows:

1. I am the president and Chief Executive Officer of 676 Associates, Inc. (“676 Associates”), which filed a voluntary petition under chapter 11 of title 11 of the United States Code (the “Bankruptcy Code”) on October 30, 2014 (the “Petition Date”).

2. In my capacity as president and CEO, I am fully familiar with 676 Associates’ operations, businesses, and financial affairs. Except as otherwise indicated, all facts set forth in this declaration are based on my personal knowledge, my review of documents kept in the ordinary course of business, or my opinion based on experience, knowledge, and information concerning 676 Associates’ operations. If called upon to testify, I would testify competently to the facts set forth in this declaration. All financial information contained herein is unaudited.

REQUIRED CONTENTS OF DECLARATION

A. Nature of Debtor's Business

3. 676 Associates was incorporated under the laws of the State of New York on November 2, 2005. Its sole purpose is to acquire, hold, and manage certain real property located at 676 Third Avenue, Brooklyn, NY (the "Property"). The Property is vacant land. 676 Associates was dissolved by proclamation by the New York Secretary of State as January 25, 2012 for failure to pay taxes. This chapter 11 case is commenced to complete the wind down of the affairs of 676 Associates and liquidation of its assets.

B. Events Leading to Chapter 11 Filing

4. On February 21, 2014, World Cable, Inc. ("WCI") commenced a case in this Court by filing a voluntary petition under chapter 11 of the Bankruptcy Code. WCI is an affiliate of 676 Associates, pursuant to section 101(2)(B) of the Bankruptcy Code.

5. As discussed in further detail below, the financial affairs of WCI and 676 Associates are intertwined due to a secured debt currently owing to Community National Bank ("CNB"). 676 Associates' purpose for filing this chapter 11 case is to promptly confirm a chapter 11 plan that effects an orderly liquidation of 676 Associates and satisfies CNB's claim.

C. Debtor's Capital Structure and Financial Position

1. Creditors and Claims

6. As required by LBR 1007-2(a)(4), a list setting forth 676 Associates' one unsecured creditor is attached hereto as **Exhibit 1**.

7. 676 Associates has two secured creditors: CNB, and the City of New York. As required by LBR 1007-2(a)(5), a list setting forth the details of these creditors' claims is attached hereto as **Exhibit 2**.

8.

9. On or about March 29, 2010, CNB made a loan to WCI in the original principal amount of \$1,650,000 (the “Loan”). 676 Associates guaranteed repayment of the Loan pursuant to that certain Unconditional Guarantee dated as of March 17, 2010 (the “Guaranty”). 676 Associates’ obligations under the Guaranty are secured by a mortgage lien on the Property and an assignment of leases and rents.

10. On April 15, 2013, CNB commenced an action against 676 Associates (along with certain other guarantors) in New York State Supreme Court, Kings County, seeking to foreclose its lien on the Property.

11. Abdul Rahimzada is the lessee under a purported lease of the Property, which—on its face—is a disguised security interest related to a 2009 loan made to WCI. Rahimzada has no claim against 676 Associates. This security interest is not duly perfected, nor has Rahimzada ever had possession of the Property; accordingly, any claim that Rahimzada might assert against 676 Associates is unsecured pursuant to section 544 of the Bankruptcy Code.

2. Debtor’s Assets, Liabilities, Leased Premises and Places of Business

12. As required by LBR 1007-2(a)(6), a summary of 676 Associates’ assets and liabilities is attached hereto as **Exhibit 3**.

13. 676 Associates’ books and records are kept at the company’s office, located at 213-33 39th Avenue, Bayside, New York 11361.

14. None of 676 Associates’ property is currently in the possession or custody of a custodian, public officer, mortgagee, pledgee, assignee of rents, or secured creditor, or agent thereof.

3. Equity Interests

15. 676 Associates has not issued any publicly traded securities. I own all of 676 Associates’ equity interest.

D. Payroll Information

16. 676 Associates does not have any employees.

E. Pending Litigation

17. The foreclosure action described above is the only pending litigation involving 676 Associates.

F. Debtor's Senior Management

18. I have served as president and CEO of 676 Associates since its formation in 2005.

19. I graduated from the State University of New York Health Science Center at Brooklyn in June 1998 and practiced medicine prior to founding 676 Associates. In addition to my medical education, I have experience and training in various areas of telecommunications and information technology. From 1997 to 2000 I was Chief Technology Officer of CeoSites, a technology company that provided marketing products and services to customers in the real estate industry. From 1998-2001 I served as CTO of Go Net, an internet service provider in Asia that was sold and taken public. Since 2005, I have served as president and CTO of WCI.

G. Other Required Information

20. 676 Associates' bankruptcy case was commenced by the voluntary filing of a petition under chapter 11, and was not originally commenced under chapter 7 or chapter 13. To my knowledge, no creditors' committee has been organized at this time. Accordingly, LBR 1007-2(a)(2) does not apply.

21. To my knowledge, no prepetition committee was organized. Accordingly, LBR 1007-2(a)(3) does not apply.

22. I intend to continue to operate 676 Associates during the pendency of this chapter 11 case. I do not anticipate any income or expenses in the thirty (30) day period following the filing of the chapter 11 petition.

DEBTOR'S ANTICIPATED STRATEGY FOR CHAPTER 11

23. 676 Associates intends to file a joint chapter 11 plan with WCI within the next week.

Under penalty of perjury, I declare I have read this statement and to the best of my knowledge it is true.

Executed this 30th day of October, 2014, in Queens, New York

/s/ Shahid Rasul
Shahid "Bob" Rasul

In re 676 Associates, Inc.,
 Case No. _____
 Debtor

SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS

State the name, mailing address, including zip code, and last four digits of any account number, of all entities holding unsecured claims without priority against the debtor or the property of the debtor, as of the date of filing of the petition. The complete account number of any account the debtor has with the creditor is useful to the trustee and the creditor and may be provided if the debtor chooses to do so. If a minor child is a creditor, state the child's initials and the name and address of the child's parent or guardian, such as "A.B., a minor child, by John Doe, guardian." Do not disclose the child's name. See, 11 U.S.C. §112 and Fed. R. Bankr. P. 1007(m). Do not include claims listed in Schedules D and E. If all creditors will not fit on this page, use the continuation sheet provided.

If any entity other than a spouse in a joint case may be jointly liable on a claim, place an "X" in the column labeled "Codebtor," include the entity on the appropriate schedule of creditors, and complete Schedule H - Codebtors. If a joint petition is filed, state whether the husband, wife, both of them, or the marital community may be liable on each claim by placing an "H," "W," "J," or "C" in the column labeled "Husband, Wife, Joint, or Community."

If the claim is contingent, place an "X" in the column labeled "Contingent." If the claim is unliquidated, place an "X" in the column labeled "Unliquidated." If the claim is disputed, place an "X" in the column labeled "Disputed." (You may need to place an "X" in more than one of these three columns.)

Report the total of all claims listed on this schedule in the box labeled "Total" on the last sheet of the completed schedule. Report this total also on the Summary of Schedules and, if the debtor is an individual with primarily consumer debts, report this total also on the Statistical Summary of Certain Liabilities and Related Data.

Check this box if debtor has no creditors holding unsecured claims to report on this Schedule F.

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	CODEBTOR	Husband, Wife, Joint, or Community	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE.			AMOUNT OF CLAIM
			CONTINGENT	UNLIQUIDATED	DISPUTED	
Account No.						
General Merchandise at Tremont 1740 Macombs Road Bronx, NY 10453		Loan				300,000.00
Account No.						
Account No.						
Account No.						
0 continuation sheets attached			Subtotal (Total of this page)			300,000.00
			Total (Report on Summary of Schedules)			300,000.00

Exhibit 1

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S/N:24121-141010 Best Case Bankruptcy

In re **676 Associates, Inc.**

Case No. _____

Debtor

SCHEDULE D - CREDITORS HOLDING SECURED CLAIMS

State the name, mailing address, including zip code, and last four digits of any account number of all entities holding claims secured by property of the debtor as of the date of filing of the petition. The complete account number of any account the debtor has with the creditor is useful to the trustee and the creditor and may be provided if the debtor chooses to do so. List creditors holding all types of secured interests such as judgment liens, garnishments, statutory liens, mortgages, deeds of trust, and other security interests.

List creditors in alphabetical order to the extent practicable. If a minor child is a creditor, the child's initials and the name and address of the child's parent or guardian, such as "A.B., a minor child, by John Doe, guardian." Do not disclose the child's name. See, 11 U.S.C. §112 and Fed. R. Bankr. P. 1007(m). If all secured creditors will not fit on this page, use the continuation sheet provided.

If any entity other than a spouse in a joint case may be jointly liable on a claim, place an "X" in the column labeled "Codebtor", include the entity on the appropriate schedule of creditors, and complete Schedule H - Codebtors. If a joint petition is filed, state whether the husband, wife, both of them, or the marital community may be liable on each claim by placing an "H", "W", "J", or "C" in the column labeled "Husband, Wife, Joint, or Community".

If the claim is contingent, place an "X" in the column labeled "Contingent". If the claim is unliquidated, place an "X" in the column labeled "Unliquidated". If the claim is disputed, place an "X" in the column labeled "Disputed". (You may need to place an "X" in more than one of these three columns.)

Total the columns labeled "Amount of Claim Without Deducting Value of Collateral" and "Unsecured Portion, if Any" in the boxes labeled "Total(s)" on the last sheet of the completed schedule. Report the total from the column labeled "Amount of Claim" also on the Summary of Schedules and, if the debtor is an individual with primarily consumer debts, report the total from the column labeled "Unsecured Portion" on the Statistical Summary of Certain Liabilities and Related Data.

Check this box if debtor has no creditors holding secured claims to report on this Schedule D.

CREDITOR'S NAME AND MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E B T O R H W J C	Husband, Wife, Joint, or Community DATE CLAIM WAS INCURRED, NATURE OF LIEN, AND DESCRIPTION AND VALUE OF PROPERTY SUBJECT TO LIEN	C O N T I N G E N T U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM WITHOUT DEDUCTING VALUE OF COLLATERAL	UNSECURED PORTION, IF ANY
Account No.						
Abdul Rahimzada 209-43 27th Avenue Bayside, NY 11360		Dated 3/31/2009 Unperfected security interest and a purported lease No money owed by the debtor.		X	0.00	0.00
		Value \$ 0.00			0.00	0.00
Account No.						
Community National Bank 400 Broadhollow Road Melville, NY 11747		3/29/2010 Guaranty secured by Mortgage and Assignment of Leases and Rents 676 Third Avenue Brooklyn, New York 11232			1,350,000.00	527,780.57
		Value \$ 825,000.00				
Account No. Ticket No. 0153810719		6/29/2006 676 Third Avenue Brooklyn, New York 11232		X	300.00	0.00
Environmental Control Board 3030 Third Ave Bronx, NY 10455		Value \$ 825,000.00				
Account No.						
Jaspan Schlesinger LLP c/o Frank C. Dell'Amore, Esq. 300 Garden City Plaza, 5th Fl Garden City, NY 11530		Notice only - Attorney for Community National Bank			0.00	0.00
		Value \$ 0.00			0.00	0.00
			Subtotal (Total of this page)		1,350,300.00	527,780.57

1 continuation sheets attached

In re **676 Associates, Inc.** Debtor

Case No. _____

SCHEDULE D - CREDITORS HOLDING SECURED CLAIMS
(Continuation Sheet)

CREDITOR'S NAME AND MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions.)	CODE H W J C	Husband, Wife, Joint, or Community DATE CLAIM WAS INCURRED, NATURE OF LIEN, AND DESCRIPTION AND VALUE OF PROPERTY SUBJECT TO LIEN	AMOUNT OF CLAIM WITHOUT DEDUCTING VALUE OF COLLATERAL			UNSECURED PORTION, IF ANY
			CONTINGENT	UNLIQUIDATED	DISPUTED	
Account No.		9/30/2004				
NYC Department of Finance 1 Center Street New York, NY 10007		Tax lien - 676 Third Avenue Brooklyn, NY 11232				
		Value \$ 825,000.00				2,480.57 0.00
Account No.		Value \$				
Account No.		Value \$				
Account No.		Value \$				
Account No.		Value \$				
Account No.		Value \$				
Sheet 1 of 1 continuation sheets attached to Schedule of Creditors Holding Secured Claims		Subtotal (Total of this page)				2,480.57 0.00
		Total (Report on Summary of Schedules)				1,352,780.57 527,780.57

Sheet 1 of 1 continuation sheets attached to
Schedule of Creditors Holding Secured Claims

Subtotal
(Total of this page)

2,480.57 | 0.00

Total
(Report on Summary of Schedules)

Exhibit 2
Page 2 of 2

EXHIBIT 3

Summary of Assets and Liabilities

Total assets: \$825,000

Total liabilities: \$1,652,780.57